

**EXHIBIT B**

GIANTS STADIUM LLC  
Meadowlands Sports Complex  
50 State Route 120  
East Rutherford, New Jersey 07073

September 18, 2008

To: Lehman Brothers Special Financing Inc.  
745 Seventh Avenue, 5th Floor  
New York, New York 10019  
Attention: Municipal Financial Products – Middle Office

**Re: Termination of ISDA Master Agreement**

Dear Sir/Madam:

Reference is made to that certain ISDA Master Agreement (FGIC-Insured), dated as of July 27, 2007 (together with the Schedule and Credit Support Annex thereto and each Confirmation issued thereunder, the "ISDA Master Agreement"), by and between us, Giants Stadium LLC, and you, Lehman Brothers Special Financing Inc. All capitalized terms not defined herein shall have the meanings assigned to such terms in the ISDA Master Agreement.


Pursuant to Section 6(a) of the ISDA Master Agreement, we are hereby providing you notice that an Event of Default pursuant to Section 5(a)(vii) of the ISDA Master Agreement with respect to Party A's Credit Support Provider has occurred and is continuing. As the non-defaulting party, we hereby designate September 18, 2008 as the Early Termination Date with respect to all outstanding Transactions under the ISDA Master Agreement.

*[Signature follows on the next page.]*

Received by:  
S. Whitaker

Very truly yours,

GIANTS STADIUM LLC

By:   
Name: John K. Mara  
Title: Authorized

Copies to:

Financial Security Assurance Inc.  
31 West 52nd Street  
New York, New York 10019  
Attention: Transaction Oversight

and

Financial Guaranty Insurance Company  
125 Park Avenue  
New York, New York 10017  
Attention: Risk Management

and

The Bank of New York Mellon, as Trustee for the Bonds  
101 Barclay Street, Floor 7W  
New York, New York 10286  
Attention: Deirdre M. Lewis, Vice President

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*[Signature follows on the next page.]*

Received by:  
*S. Whitaker*

Very truly yours,

GIANTS STADIUM LLC

By:



Name: John K. Mara

Title: Authorized Representative

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31 West 52nd Street  
New York, New York 10019  
Attention: Transaction Oversight

and

Financial Guaranty Insurance Company  
125 Park Avenue  
New York, New York 10017  
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